

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------------|----------|----------------|-------------------------------------|
| National Gypsum Properties, LLC | | 03/24/2008 | LIMITED LIABILITY COMPANY: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|----------------------------|
| Name: | Bank of America, N.A. |
| Street Address: | 101 North Tryon Street |
| City: | Charlotte |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 28255 |
| Entity Type: | National Bank Association: |

PROPERTY NUMBERS Total: 71

| Property Type | Number | Word Mark |
|----------------------|---------|-------------|
| Registration Number: | 403210 | GYSOLITE |
| Registration Number: | 412668 | GOLD BOND |
| Registration Number: | 693038 | DURASAN |
| Registration Number: | 735169 | FIRE-SHIELD |
| Registration Number: | 739602 | MULTI-FLEX |
| Registration Number: | 749297 | KAL-KOTE |
| Registration Number: | 788375 | KAL-KORE |
| Registration Number: | 788376 | KAL-MESH |
| Registration Number: | 826673 | TRIPLE-T |
| Registration Number: | 876329 | E-Z STRIP |
| Registration Number: | 942219 | STA-SMOOTH |
| Registration Number: | 973177 | GOLD BOND |
| Registration Number: | 995164 | UNI-KAL |
| Registration Number: | 1095192 | |

OP \$1790.00 403210

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|----------------------|---------|-----------------------------|
| Registration Number: | 1119473 | PERFECT SPRAY |
| Registration Number: | 1465484 | GRIDSTONE |
| Registration Number: | 1494275 | SEASPRAY |
| Registration Number: | 1512681 | ULTRA LITE |
| Registration Number: | 1529318 | GOLD BOND |
| Registration Number: | 1568393 | MR |
| Registration Number: | 1585679 | DURABASE |
| Registration Number: | 1590909 | SEASPRAY MVR |
| Registration Number: | 1748515 | X-KALIBUR |
| Registration Number: | 1765893 | STA-SMOOTH HS |
| Registration Number: | 1858619 | HIGH FLEX |
| Registration Number: | 1862149 | PROFORM |
| Registration Number: | 1970635 | HI-IMPACT |
| Registration Number: | 2027533 | EASY FINISH |
| Registration Number: | 2126604 | 1-800-NATIONAL |
| Registration Number: | 2151382 | HI-ABUSE |
| Registration Number: | 2160909 | HI-IMPACT 8000 |
| Registration Number: | 2167740 | NGC |
| Registration Number: | 2184334 | GOLD BOND 54 |
| Registration Number: | 2224047 | NATIONAL GYPSUM |
| Registration Number: | 2373391 | EDGETECH |
| Registration Number: | 2420018 | PERMA BASE FLEX |
| Registration Number: | 2420677 | NATIONAL GYPSUM |
| Registration Number: | 2432528 | UNIFIX |
| Registration Number: | 2468194 | PERMABASE |
| Registration Number: | 2478854 | NATIONAL GYPSUM |
| Registration Number: | 2490837 | PERMABASE FLEX |
| Registration Number: | 2615871 | EXCELLENCE ACROSS THE BOARD |
| Registration Number: | 2615874 | EXCELLENCE ACROSS THE BOARD |
| Registration Number: | 2632799 | |
| Registration Number: | 2636641 | EXCELLENCE ACROSS THE BOARD |
| Registration Number: | 2648800 | SEASPRAY HS MVR |
| Registration Number: | 2672828 | |
| Registration Number: | 2672829 | EXCELLENCE ACROSS THE BOARD |
| Registration Number: | 2696317 | |

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|----------------------|----------|---|
| Registration Number: | 2737574 | EXCELLENCE ACROSS THE BOARD |
| Registration Number: | 2749649 | SEASPRAY HI-STRENGTH MVR |
| Registration Number: | 2753638 | EXCELLENCE ACROSS THE BOARD |
| Registration Number: | 2926761 | XP |
| Registration Number: | 2935417 | GRIDMARX |
| Registration Number: | 2957604 | SHAFTLINER XP |
| Registration Number: | 2964736 | NGC4ME.COM |
| Registration Number: | 2977275 | GRIDMARX |
| Registration Number: | 3047543 | WWW.NGC4ME.COM |
| Registration Number: | 3193478 | XP |
| Registration Number: | 3261198 | ALL BUT THE WALL |
| Registration Number: | 3280959 | THE MARK OF A PROFESSIONAL |
| Registration Number: | 3280961 | LA MARCA DE UN PROFESIONAL |
| Registration Number: | 3321400 | SOUNDBREAK |
| Registration Number: | 3321401 | SOUNDBREAK |
| Registration Number: | 3353412 | P PROFORM |
| Serial Number: | 77210665 | XP EXTENDED EXPOSURE |
| Serial Number: | 77214692 | E2 XP EXTENDED EXPOSURE |
| Serial Number: | 77216750 | MULTI-KAL |
| Serial Number: | 77279449 | THE TOTAL DRYWALL FINISHING PACKAGE |
| Serial Number: | 78892991 | NGC TESTING SERVICES ACOUSTICAL · ANALYTICAL · STRUCTURAL |
| Serial Number: | 78947551 | FASTRACK |

CORRESPONDENCE DATA

Fax Number: (317)592-5453
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 317-236-5826
Email: ipdocket@icemiller.com
Correspondent Name: Alexander D. Forman
Address Line 1: One American Square
Address Line 2: Suite 3100
Address Line 4: Indianapolis, INDIANA 46282

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|-------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 06579.0960 |
| NAME OF SUBMITTER: | Alexander D. Forman |
| Signature: | /Alexander D. Forman/ |

Date:

04/03/2008

Total Attachments: 4

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EXHIBIT A
to
Pledge and Security Agreement

ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES PATENTS AND TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, NATIONAL GYPSUM PROPERTIES, LLC, a Delaware limited liability company (the "Assignor"), having its chief executive office at 2001 Rexford Road, Charlotte, North Carolina 28211, hereby assigns and grants to BANK OF AMERICA, N.A., as collateral agent (the "Collateral Agent"), with offices at 101 North Tryon Street, Charlotte, NC 28255 a security interest in (all of which are herein collectively referred to as the "PTO Collateral") (i) all of the Assignor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the "Marks"), (ii) all of the Assignor's right, title and interest in and to the United States patents set forth on Schedule B attached hereto (the "Patents"), in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks and Patents, (iv) the goodwill of the businesses symbolized by the Marks and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS ASSIGNMENT is made to secure the full and prompt performance and payment of all the Secured Obligations of the Assignor, as such term is defined in the Pledge and Security Agreement, dated as of April 6, 2007, among the Assignor, the Collateral Agent and the other parties thereto (as amended, supplemented or modified from time to time, the "Security Agreement"). Upon the satisfaction of the conditions set forth in Sections 2.08(a) or 2.08(b) of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in the PTO Collateral acquired under this Assignment.

THIS ASSIGNMENT has been granted in conjunction with the security interest granted to the Collateral Agent for the benefit of the Benefited Parties under the Security Agreement. The rights and remedies of the Collateral Agent with respect to the security interest granted herein are without prejudice to, and are in addition to, those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provision of this Assignment is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Assignment as of the
24th day of March, 2007.8.

NATIONAL GYPSUM PROPERTIES,
LLC, as Assignor

By: 

Name: Samuel A. Schiffman

Title: Vice President & Secretary

BANK OF AMERICA, N.A., as
Collateral Agent

By: 

Name: W. Thomas Barnett

Title: Senior Vice President

TRADEMARK

REEL: 003751 FRAME: 0946

SCHEDULE A**TRADEMARKS AND TRADEMARK APPLICATIONS**

| <u>Serial No.</u> | <u>Country</u> | <u>Filing Date</u> | <u>Mark</u> |
|--------------------------|-----------------------|---------------------------|--|
| 77/210,665 | US | 6/20/2007 | XP EXTENDED EXPOSURE |
| 77/214,692 | US | 6/25/2007 | E2 XP EXTENDED EXPOSURE (and Design) |
| 77/216,750 | US | 6/27/2007 | MULTI-KAL |
| 77/279,449 | US | 9/14/2007 | THE TOTAL DRYWALL FINISHING PACKAGE |
| 78/892,991 | US | 5/25/2006 | NGC TESTING SERVICES ACOUSTICAL · ANALYTICAL · STRUCTURAL |
| 78/947,551 | US | 8/8/2006 | FASTRACK |

| <u>Reg. No.</u> | <u>Country</u> | <u>Issue Date</u> | <u>Mark</u> |
|------------------------|-----------------------|--------------------------|----------------------------|
| 403,210 | US | 9/14/1943 | GYPSOLITE |
| 412,668 | US | 3/20/1945 | GOLD BOND |
| 693,038 | US | 2/16/1960 | DURASAN |
| 735,169 | US | 7/31/1962 | FIRE-SHIELD |
| 739,602 | US | 10/23/1962 | MULTI-FLEX |
| 749,297 | US | 5/14/1963 | KAL-KOTE |
| 788,375 | US | 4/20/1965 | KAL-KORE |
| 788,376 | US | 4/20/1965 | KAL-MESH |
| 826,673 | US | 4/4/1967 | TRIPLE-T |
| 876,329 | US | 9/9/1969 | E-Z STRIP |
| 942,219 | US | 9/5/1972 | STA-SMOOTH |
| 973,177 | US | 11/20/1973 | GOLD BOND |
| 995,164 | US | 10/8/1974 | UNI-KAL |
| 1,095,192 | US | 7/4/1978 | DIAGONAL STRIPE AND DESIGN |
| 1,119,473 | US | 6/5/1979 | PERFECT SPRAY |
| 1,465,484 | US | 11/17/1987 | GRIDSTONE |
| 1,494,275 | US | 6/28/1988 | SEASPRAY |
| 1,512,681 | US | 11/15/1998 | ULTRA LITE |
| 1,529,318 | US | 3/14/1989 | GOLD BOND |
| 1,568,393 | US | 11/28/1989 | MR |
| 1,585,679 | US | 3/6/1990 | DURABASE |
| 1,590,909 | US | 4/10/1990 | SEASPRAY MVR |
| 1,748,515 | US | 1/26/1993 | X-KALIBUR |
| 1,765,893 | US | 4/20/1993 | STA-SMOOTH HS |
| 1,858,619 | US | 10/18/1994 | HIGH FLEX |
| 1,862,149 | US | 11/18/1994 | PROFORM |
| 1,970,635 | US | 4/23/1996 | HI-IMPACT |
| 2,027,533 | US | 12/31/1996 | EASY FINISH |
| 2,126,604 | US | 1/6/1998 | 1-800-NATIONAL |
| 2,151,382 | US | 4/14/1998 | HI-ABUSE |

SCHEDULE A**TRADEMARKS AND TRADEMARK APPLICATIONS**

| <u>Reg. No.</u> | <u>Country</u> | <u>Issue Date</u> | <u>Mark</u> |
|------------------------|-----------------------|--------------------------|--|
| 2,160,909 | US | 5/26/1998 | HI-IMPACT 8000 |
| 2,167,740 | US | 6/23/1998 | NGC |
| 2,184,334 | US | 8/25/1998 | GOLD BOND 54 |
| 2,224,047 | US | 2/16/1999 | NATIONAL GYPSUM (and Design) |
| 2,373,391 | US | 8/1/2000 | EDGETECH |
| 2,420,018 | US | 1/9/2001 | PERMA BASE FLEX |
| 2,420,677 | US | 1/16/2001 | NATIONAL GYPSUM |
| 2,432,528 | US | 3/6/2001 | UNIFIX |
| 2,468,194 | US | 7/10/2001 | PERMABASE |
| 2,478,854 | US | 8/21/2001 | NATIONAL GYPSUM (and Design) |
| 2,490,837 | US | 9/18/2001 | PERMA BASE FLEX (and Design) |
| 2,615,871 | US | 9/3/2002 | EXCELLENCE ACROSS THE BOARD |
| 2,615,874 | US | 9/3/2002 | EXCELLENCE ACROSS THE BOARD (and Design) |
| 2,632,799 | US | 10/8/2002 | HORIZONTAL BARS LOGO |
| 2,636,641 | US | 10/15/2002 | EXCELLENCE ACROSS THE BOARD |
| 2,648,800 | US | 11/12/2002 | SEASPRAY HS MVR |
| 2,672,828 | US | 1/7/2003 | HORIZONTAL BARS LOGO |
| 2,672,829 | US | 1/7/2003 | EXCELLENCE ACROSS THE BOARD (and Design) |
| 2,696,317 | US | 3/11/2003 | HORIZONTAL BARS LOGO |
| 2,737,574 | US | 7/15/2003 | EXCELLENCE ACROSS THE BOARD |
| 2,749,649 | US | 8/12/2003 | SEASPRAY HI-STRENGTH MVR |
| 2,753,638 | US | 8/19/2003 | EXCELLENCE ACROSS THE BOARD |
| 2,926,761 | US | 2/15/2005 | XP |
| 2,935,417 | US | 3/22/2005 | GRIDMARX |
| 2,957,604 | US | 5/31/2005 | SHAFTLINER XP |
| 2,964,736 | US | 7/5/2005 | NGC4ME.COM |
| 2,977,275 | US | 7/26/2005 | GRIDMARX (and Design) |
| 3,047,543 | US | 1/24/2006 | WWW.NGC4ME.COM (and Design) |
| 3,193,478 | US | 1/2/2007 | XP |
| 3,261,198 | US | 7/10/2007 | ALL BUT THE WALL |
| 3,261,198 | US | 7/10/2007 | ALL BUT THE WALL |
| 3,280,959 | US | 8/14/2007 | THE MARK OF A PROFESSIONAL |
| 3,280,961 | US | 8/14/2007 | LA MARCA DE UN PROFESIONAL |
| 3,321,400 | US | 10/23/2007 | SOUNDBREAK (and Design) |
| 3,321,401 | US | 10/23/2007 | SOUNDBREAK |
| 3,353,412 | US | 12/11/2007 | P PROFORM (and Design) |